Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OW

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

				01 000		-counter			010						
1. Name and Address of Reporting Person [*] Armario Jose			2. Issuer Name and Ticker or Trading Symbol <u>National Vision Holdings, Inc.</u> [EYE]						(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
	<u></u>						-			1	Director	10% C	Owner		
(Last)	(First)	(Middle)			e of Earliest Transa 4/2024	iction (N	/lonth/	'Day/Year)			Officer (give title below)	Other below)	(specify)		
C/O NATIONAL VISION HOLDINGS, INC. 2435 COMMERCE AVENUE, BLDG 2200		4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable Line)						
	LICE IN LICE	L, DLDG 2200	, 							1	Form filed by On	e Reporting Per	son		
(Street)	C A	2000/									Form filed by Mo Person	re than One Rep	oorting		
DULUTH GA 30096				Rule 10b5-1(c) Transaction Indication											
(City)	(State)	(Zip)						action was made	e pursua	uant to a contract, instruction or written plan that is intended to					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
Date		2. Transact Date (Month/Day		Execution Date,		ction Instr.	4. Securities / Disposed Of (5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
						Code	v	Amount	(A) or	Price	Transaction(s)		(1130.4)		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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18,616(1)

A

\$<mark>0</mark>

39,031

06/18/2024

D

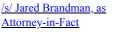
(e.g., puts, calls, warrants, options, convertible securities)	
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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deriv Secu Acqu (A) o Dispo of (D (Instr	5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Titl Amou Secur Unde Deriv Secur 3 and	int of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Common Stock

1. Each restricted stock unit ("RSU") represents a contingent right to receive one share of National Vision Holdings, Inc. common stock. The RSUs vest in full on the first anniversary of the date of grant. Remarks:



** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

06/14/2024

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.